Exhibit A

Correspondence regarding Covered Partner status

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Yousey, Scott (NY)

From: Yousey, Scott (NY)

Sent: Thursday, September 5, 2024 10:03 PM

To: Albanese, Rachel; Klidonas, George (NY); Yerramalli, Anu (NY)

Cc: Stier, Erik; #C-M 2U RSS - LW TEAM

Subject: RE: 2U

Rachel,

We confirm that the Debtors will consider Simmons University as a Covered Partner.

Thanks,

Scott Yousey

LATHAM & WATKINS LLP

1271 Avenue of the Americas | New York, NY 10020

D: +1.212.906.3836

From: Albanese, Rachel < Rachel. Albanese@us.dlapiper.com >

Sent: Thursday, September 5, 2024 8:05 PM

To: Klidonas, George (NY) <George.Klidonas@lw.com>; Yerramalli, Anu (NY) <Anu.Yerramalli@lw.com>

Cc: Stier, Erik <Erik.Stier@us.dlapiper.com>; #C-M 2U RSS - LW TEAM <2urss.lwteam@lw.com>

Subject: RE: 2U

Thanks, appreciate it.

Rachel

Rachel Ehrlich Albanese

Partner & Co-Chair, U.S. Restructuring Practice

T +1 212 335 4775 M +1 732 232 3533

rachel.albanese@us.dlapiper.com

DLA Piper LLP (US)

dlapiper.com

From: George.Klidonas@lw.com <George.Klidonas@lw.com>

Sent: Thursday, September 5, 2024 8:02 PM

To: Albanese, Rachel < <u>Rachel.Albanese@us.dlapiper.com</u>>; <u>Anu.Yerramalli@lw.com</u>

Cc: Stier, Erik < Erik. Stier@us.dlapiper.com>; 2urss.lwteam@lw.com

Subject: RE: 2U

EXTERNAL MESSAGE

Will discuss with company and get back to you asap but we shiould get this resolved.

George Klidonas

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LATHAM & WATKINS LLP

1271 Avenue of the Americas New York, New York 10020

Office: 212.906.1334

Email: george.klidonas@lw.com

From: Albanese, Rachel < Rachel. Albanese@us.dlapiper.com >

Date: Thursday, Sep 05, 2024 at 7:28 PM

To: Yerramalli, Anu (NY) <Anu. Yerramalli@lw.com>, Klidonas, George (NY) <George. Klidonas@lw.com>

Cc: Stier, Erik < Erik.Stier@us.dlapiper.com >

Subject: RE: 2U

Anu and George,

In the interest of time, I am summarizing our issue with the proposed confirmation order and plan.

Simmons University had been in discussions with 2U for quite some time prior to the petition date regarding various contractual disputes. Our interpretation of the plan was that those issues would simply pass through the bankruptcy, given the Class 5 treatment which provides that "all legal, equitable, and contractual rights of the Holders of Allowed General Unsecured Claims are unaltered" by the plan. However, the language in paragraph 45 of the proposed confirmation order highlights the plan's inconsistency, in that assumption purports to absolve 2U of any prepetition contractual defaults (for free, as there's no cure list), notwithstanding the language in the plan stating that all such rights are unimpaired. Accordingly, please confirm as soon as possible that 2U agrees to treat Simmons University as a "Covered Partner" under paragraph 45 of the confirmation order.

I expect we will work collaboratively to resolve any prepetition issues in order to avoid the need to go back before the bankruptcy court. Thank you in advance for your anticipated cooperation. If 2U is unwilling to agree to this resolution, please let me know that as soon as possible as well, given the 11AM hearing time tomorrow.

Thank you.

Rachel

Rachel Ehrlich Albanese

Partner & Co-Chair, U.S. Restructuring Practice

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